

**504.1105 Effect of merger.**

When a merger takes effect, all of the following occur:

1. Every other corporation party to the merger merges into the surviving corporation and the separate existence of every corporation except the surviving corporation ceases.
2. The title to all real estate and other property owned by each corporation party to the merger is vested in the surviving corporation without reversion or impairment subject to any and all conditions to which the property was subject prior to the merger.
3. The surviving corporation has all the liabilities and obligations of each corporation party to the merger.
4. A proceeding pending against any corporation party to the merger may be continued as if the merger did not occur or the surviving corporation may be substituted in the proceeding for the corporation whose existence ceased.
5. The articles of incorporation and bylaws of the surviving corporation are amended to the extent provided in the plan of merger.

[2004 Acts, ch 1049, §129, 192](#)